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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

ANGELES CHEMICAL COMPANY, et
al.,

Plaintiffs,

v.

McKESSON CORPORATION, et al.,

Defendants.

Northern District Miscellaneous Matter No.:
Case No. C 06-80343 Misc MMC (EDL)
Case No. C 07-80123 Misc MMC (EDL)

Central District of California
Case No.: 01-10532 TJH (Ex)

**DECLARATION OF
JENNIFER A. KUENSTER**

Date: August 22, 2007
Time: 9:00 a.m.
Room: E
Judge: Hon. Elizabeth D. Laporte

1 I, Jennifer A. Kuenster, declare:

2 1. I am a member of the State Bar of California and a partner of Thelen Reid
3 Brown Raysman & Steiner LLP ("Thelen"). Except for matters based on knowledge and belief, I
4 have personal knowledge of the following facts, and if called to testify, could and would
5 competently testify thereto.

6 2. On or about May 14, 2007, counsel for plaintiffs Angeles Chemical
7 Company, et al. served a civil subpoena to produce documents on Thelen at its San Francisco,
8 California office. Also on or about May 15, 2007, counsel for plaintiffs served virtually identical
9 document subpoenas on, respectively, Thelen's offices in San Jose and Palo Alto, California. An
10 amended document subpoena was served on Thelen's San Francisco office on or about June 4,
11 2007. True and correct copies of the document subpoenas are attached hereto as Exhibit A.

12 3. Thelen served written objections to the Document Subpoenas on or about
13 May 29, 2007, and June 15, 2007. True and correct copies of the written objections to the
14 subpoenas are attached hereto as Exhibit B.

15 4. On or about June 20, 2007, counsel for plaintiffs sent a letter addressed to
16 Nevin Brownfield, a Thelen associate, proposing a telephone conference on June 22, 2007 to meet
17 and confer about the document subpoenas and Thelen's objections. In response, Thelen proposed
18 a conference call on June 25, 2007.

19 5. I am informed that on or about June 25, 2007, Thelen attorneys Ross Petty
20 and Nevin Brownfield participated in a meet and confer conference call with counsel for plaintiffs,
21 including Jeff Caufield and Joe Rossettie of Caufield & James, concerning the scope of the
22 document subpoenas. Plaintiffs' counsel advised that they were seeking the production of any
23 original McKesson Chemical operational records in Thelen's possession, or confirmation that
24 Thelen did not currently possess any such records.

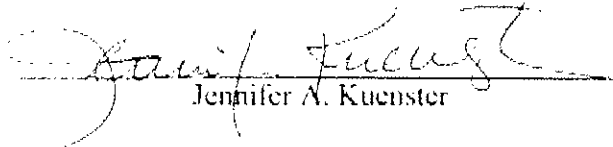
25 6. It is my understanding that a company known as Univar acquired certain
26 McKesson Chemical Company assets from McKesson Corporation in approximately 1986, but
27 that acquisition did not include the McKesson Chemical Company facility located at 9005
28 Sorenson Avenue, Santa Fe Springs, California (the "Santa Fe Springs site") at issue in the

1 *Angeles Chemical Company, et al. v. McKesson Corporation, et al.* litigation. More recently,
2 Thelen has been retained by Univar and McKesson in various personal injury litigation matters,
3 and I am the partner responsible for Univar and McKesson representation at this firm. To my
4 knowledge, the matters handled by Thelen are completely unrelated to the Santa Fe Springs site or
5 the *Angeles Chemical Company, et al. v. McKesson Corporation, et al.* litigation.

6 7. In connection with Thelen's representation of Univar and McKesson in
7 various personal injury matters, in about April 2003, Thelen received various boxes of original
8 McKesson Chemical Company records from Univar. After Thelen completed its review of the
9 boxes, all of the boxes were placed in storage at Thelen's offices at 101 Second Street, San
10 Francisco, California.

11 8. The McKesson Chemical Company records that Thelen received in 2003
12 remained in Thelen's possession continuously until January 2006, when Thelen received a request
13 from Univar's outside counsel, Leslie Schenck of the law firm of Garvey Schubert Barer in
14 Seattle, Washington, that Thelen forward all of the original McKesson Chemical Company
15 records stored at Thelen's offices. Under my direction, all of the boxes of original McKesson
16 Chemical Company records were shipped to Ms. Schenck in January 2006. I am not aware of any
17 other original McKesson Chemical Company records that were ever sent to Thelen, and, based on
18 a further search of Thelen's files following the receipt of the document subpoenas in this action, to
19 my knowledge Thelen no longer has possession of any original McKesson Chemical Company
20 records in any of its offices.

21 I declare under penalty of perjury under the laws of the State of California that the
22 foregoing is true and correct to the best of my knowledge and belief. Executed this 7th day of
23 August, 2007 at Houston, Texas.

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26 Jennifer A. Kuenster
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